

RECORDATION NO. 27007-B
FILED

OCT 27 '11 -9 00 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

October 27, 2011

Section Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S W.
Washington, D.C. 20423

Dear Ms Brown.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination of Lease, dated as of October 26, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a full termination and relates to the Memorandum of Net Railcar Lease previously filed with the Board under Recordation Number 27007

The name and address of the party to the enclosed document are

Lessor	BBRX Five LLC (as ultimate transferee of Babcock & Brown Rail Leasing Co) 545 Steamboat Road Greenwich, CT 06830
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[Lessee]	NRG Power Marketing, Inc 211 Carnegie Center Princeton, New Jersey 08540]
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Section Chief
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A description of the railroad equipment covered by the enclosed document is

226 railcars. NRGX 1000 - NRGX 1225.

A short summary of the document to appear in the index is

Notice of Termination of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Edward M. Luria".

Edward M. Luria

EML/bhs
Enclosures

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NOTICE OF TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

Notice is hereby given that the railcar lease identified on Exhibit A attached hereto between BBRX Five LLC, as Lessor, and the lessee there identified has been terminated or has expired in accordance with its terms.

IN WITNESS WHEREOF, BBRX Five LLC, has caused this Notice to be executed by a duly authorized officer as of October __, 2011.

BBRX FIVE LLC, Lessor

By: New Province Rail Partners, Manager

By: [Signature]

Name: Leonard Shavel

Title: Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

By: [Signature]

Name: Leonard Shavel

Title: Vice President

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EXHIBIT A
(to Notice of Termination of Leases)

SURFACE TRANSPORTATION BOARD

Memorandum of Net Railcar Lease, dated as of November 20, 2006, between Babcock & Brown Rail Leasing Co., Lessor, and NRG Power Marketing Inc., Lessee, filed with the Board on June 11, 2007 at 4:00 p.m. under Recordation Number 27007, with the cars not reported as casualties in the Memorandum of Assignment and Assumption Agreement, dated as of December 21, 2007, from Lloyds TSB Equipment Leasing (No. 5) Limited, Assignor, to BBRX Five LLC, Assignee (filed with the Board on December 21, 2007 at 2:30 p.m. under Recordation Number 27007-A), remarked and renumbered in Statement of Change in Reporting Marks and Road Numbers, dated as of October 24, 2008 by BBRX Five LLC (filed with the Board on October 24, 2008 at 2:00 p.m. under Recordation Number 27294-B).

Equipment: 226 railcars: NRGX 1000 - NRGX 1225.

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated October 27, 2011 Edward M. Luria
Edward M. Luria